

load file should contain the metadata fields listed in EXHIBIT A. To the extent not unreasonably burdensome, all documents are to be provided with per document searchable text (.TXT) files that contain full text extraction. In the event a document is scanned into TIFF format, the text file should contain that document's OCR text. Settings such as “auto-skewing” and “auto-rotation” should be turned on during the OCR process. OCR text files should be provided in a self-identified “Text” directory. To the extent a document is redacted, the OCR text files for such document should be generated in such a way as not to include the redacted text.

Absent undue burden, the documents should be logically unitized (i.e., distinct documents should not be merged into a single record, and a single document should not be split into multiple records).

Each TIFF image should be assigned a Bates number that: (1) is unique across the entire document production; (2) maintains a constant length across the entire production (i.e., padded to the same number of characters); (3) contains no special character or embedded spaces; and (4) is sequential within a given document. If a Bates number or set of Bates numbers is skipped in a production, the producing party will so note in a cover letter or production log accompanying the production.

To the extent that the requesting party reasonably believes that a particular document needs to be viewed in color in order to understand the meaning or content of the document, the producing party agrees, absent undue burden, to reproduce such document in color, as single-page, 300 DPI, color JPG images with the quality setting 75% or higher.

A. Metadata from Hard Copy Documents:

1. Production Number Begin
2. Production Number End

3. Production Attachment Range Number Begin
4. Production Attachment Range Number End
5. Confidentiality Designation
6. Production Doc Page Count
7. Custodian
8. Source
9. Volume

II. Electronically Stored Information

Electronically Stored Information (“ESI”) is to be produced as black and white, single-page 300 DPI Group TIFF files. The TIFF files shall be produced with a corresponding image load files (*e.g.*, .OPT file or .LFP file). Each TIFF image should be named as its corresponding Bates number. Original document orientation should be maintained (*i.e.* portrait to portrait and landscape to landscape). TIFF image files should be provided in a self-identified “Images” folder.

To the extent that the requesting party reasonably believes that a particular document needs to be viewed in color in order to understand the meaning or content of the document, the producing party agrees, absent undue burden, to reproduce such document in color, as single-page, 300 DPI, color JPG images with the quality setting 75% or higher.

The parties agree that Microsoft Excel files, Microsoft PowerPoint files, and similar files do not convert to TIFF images easily. As such, the parties agree that such files should be produced in their native format. The parties further agree that a TIFF or JPG placeholder bearing the legend "Produced in Native File Format" and an appropriate Bates number shall be inserted in the production. The native file shall be named to correspond to the Bates number of the

placeholder sheet. The metadata load file shall contain a link to the produced native file via data values called “Native Link.” The Native Link values should contain the full directory path and file name of the native file as contained in the produced media.

The parties agree to provide metadata for the fields listed in the annexed EXHIBIT A to the extent such metadata is automatically generated in the ordinary course of business. The parties have no obligation to attempt to manually populate any metadata fields, except for the following fields:

1. Production Number Begin
2. Production Number End
3. Production Attachment Range Number Begin
4. Production Attachment Range Number End
5. Confidentiality Designation
6. Native Link
7. Other Custodian or Duplicate Custodian

III. System Files

Common system and program files as defined by the NIST library (which is commonly used by discovery vendors to exclude system and program files from document review and production) need not be processed, reviewed, or produced.

IV. Families of Documents

For any documents that contain an attachment (for example, e-mail), to the extent available, the following fields should be produced as part of the metadata load file to provide the parent/child or parent/sibling relationship:

1. Production Number Begin

2. Production Number End
3. Production Attachment Range Number Begin
4. Production Attachment Range Number End
5. Production Doc Page Count

To the extent a document is part of a “document family” with a combination of privileged and non-privileged documents, the privileged documents will be represented in the production with a placeholder TIFF or JPG image that bears the legend “Document Withheld as Privileged” or “Redacted.” The TIFF or JPG image(s) shall be endorsed with a sequential Bates number.

V. De-duplication

Removal of duplicate documents may be done for exact duplicate documents (based on MD5 or SHA- I hash values at the parent document level) and may be done across custodians and sources, as long as, to the extent feasible, all custodians who possessed a copy of the de-duplicated document(s) are clearly identified in the "Other Custodian" or "Duplicate Custodian" field. The custodian associated with the first copy of a document processed will be considered the primary custodian for that document (the custodian who will be used as the basis for determining which other collected documents are duplicates). To the extent that in any subsequent productions additional custodians are identified as having possessed previously de-duplicated documents, the producing party, to the extent feasible, should provide an updated “Other Custodians” or “Duplicate Custodian” field for the de-duplicated document.

A. Handwritten Notes or Other Alterations: If there are any handwritten notes, or any other markings, on a document, it shall not be considered a duplicate. Any document that contains an alteration, marking on, or addition to the original document shall be treated as a distinct version, and shall be produced as such. These alterations include, but are not

limited to, handwritten notes, electronic notes/tabs, edits, highlighting, or redlining. If such markings/alterations are made in color, to the extent feasible, the documents must be produced in color as originally intended in the ordinary course of business.

To the extent the producing party becomes aware that a document may have been incorrectly withheld from production as a result of the de-duplication process, it should notify the requesting party of such fact and produce the previously withheld document or file.

B. Last-in-time Production: A party may withhold from production wholly included, prior in time e-mails (also known as lesser included e-mails) and produce a single copy of the latest in time e-mail. For the avoidance of doubt, only e-mail messages where both the e-mail and its attachments are contained in the more latest in time e-mail message will be considered lesser included e-mail messages that need not be produced. If the later message contains different text (such as where the later message adds in-line comments to the body of the earlier message), or does not include an attachment that was part of the earlier message, the earlier in time message must also be produced. To the extent that an e-mail thread contains privileged communications, such communications can be redacted. If an e-mail thread contains both privileged and responsive, non-privileged communications, the entire e-mail thread cannot be withheld as privileged, but instead should be appropriately redacted.

VI. Production of Database ESI or Other Files Not Covered

If a database or other source of structured data contains responsive information, the parties agree that they will meet and confer to determine a mutually-agreeable format for production of the responsive data.

VII. Production of Audio and Video Files

If audio and/or video recordings are responsive, the parties should meet and confer to determine a mutually-agreeable format for producing the audio and/or video recording. Before meeting and conferring, the producing party will have information sufficient to identify responsive audio and/or video recordings.

VIII. Bates Numbering:

Bates number and any confidentiality designation should be electronically branded on each produced TIFF image of ESI but should not be included in the extracted text of ESI. For documents produced in native format, the Bates ranges or beginning Bates number of the TIFF images of those documents shall be provided.

IX. Redactions

Each redaction on a document shall be endorsed with the word "Redacted" or

"Redaction," with that word being included in the text provided for the document. Alternatively, the producing party may produce a field in the DAT file denoting which documents contain redactions.

To the extent a natively produced document needs to be redacted because it contains information subject to the attorney-client privilege or any other privilege or protection from disclosure, the parties agree to meet and confer about the format for native redactions.

X. Privilege and Redaction Logs

A. For all documents withheld or redacted on the basis of privilege, the parties agree to furnish categorical logs which comply with Federal Rule of Civil Procedure 26(b)(5) and Local Rule 26.2(a). Each category listed on the privilege log shall include the following information on a categorical basis:

1. Description of the category in a manner that will enable other parties to assess the privilege claim;
2. List of sender(s), recipient(s), and copyee(s) of the privileged and/or redacted documents and any not privileged documents attaching a privileged and/or redacted document;
3. Date range of the privileged and/or redacted documents;
4. Types of privileged and/or redacted documents (*e.g.*, Word, E-mail, Excel);
5. The basis or bases for the redaction and/or privilege;
6. Number of documents completely withheld;
7. Number of documents redacted; and
8. Number of documents included in all “document families” of the privileged and/or redacted documents.

B. E-mails that constitute a dialogue between or among individuals (an “E-mail Thread”) shall be counted as one document. Only the latest in time e-mail on each branch of an E-mail Thread must be included in the categorical log.

C. Privilege logs may be produced on a rolling basis. The producing party shall provide the Privilege Log and supplements for each production within forty-five (45) days of each given production date.

D. Documents Presumptively Not to be Logged on a Privilege Log:

1. Communications with internal or external counsel related to the Action after the commencement of the Action.
2. Work product created in connection with this Action.

XI. Redacted Documents

E-mails redacted for privilege shall not redact the Author, Recipients (including CC and BCC recipients), or Date.

XII. Objections Preserved

Nothing in this stipulation shall be interpreted to require disclosure of information reasonably determined to be irrelevant or otherwise outside the scope of discovery under Federal Rule of Civil Procedure 26(b)(1), or relevant information protected by any applicable privileged or protection or to limit the provisions of Federal Rule of Civil Procedure 26(b)(2)(B). The parties do not waive any objections as to the production, discoverability, or confidentiality of ESI, including, without limitation, objections regarding the burden, overbreadth, or relevance of document requests related to ESI, or relating to the production of ESI in a format specified in this stipulation.

EXHIBIT A- METADATA FIELDS

| Field Name | Description | Example / Format |
|---|--|---|
| PRODBEG | The Document ID number of first page of the document. | ABC0000001 |
| PRODEND | The Document ID number of the last page of a document. | ABC0000003 |
| BEGATTACH | The Document ID number of the first page of the parent document. | ABC0000001 |
| ENDATTACH | The Document ID number of the last page of the last attachment. | ABC0000008 |
| CONFIDENTIALITY DESIGNATION | The level of confidentiality assigned to the document by Counsel. | Confidential, Highly Confidential |
| PGCOUNT | The number of pages in a document. (image records) | Numeric |
| CUSTODIAN | All of the custodians / sources of a document from which the document originated. | Smith, Joe; Doe, Jane |
| SOURCE | Location where hard documents were found at time of collection. | Joe Smith Office; HR File Room |
| VOLUME | The name of the CD or Hard Drive for ESI, or collection, binder, cabinet for hard copy dots. | VOL0001 |
| EMAIL SUBJECT | The subject line of the e-mail. | |
| EMAIL AUTHOR / FROM | The display name and e-mail of the author of an e-mail. | Joe Smith <jsmith@email.com> |
| EMAIL RECIPIENTS / TO | The display name and e-mail of the recipient(s) of an e-mail. | Joe Smith <jsmith@email.com>; tiones@email.com |
| EMAIL CC | The display name and e-mail of the copyee(s) of an e-mail. | Joe Smith <jsmith@email.com>; tjones@email.com |
| EMAIL BCC | The display name and e-mail of the blind copyee(s) of an e-mail. | Joe Smith <jsmith@email.com>; jones cgemail.com |
| RECEIVED DATE | The date the document was received. | MM/DD/YYYY |
| RECEIVED TIME | The time the document was received. | HH:MM |
| SENT DATE | The date the document was sent. | MM/DD/YYYY |
| SENT TIME | The time the document was sent. | HH:MM |
| EMAIL CONVERSION INDEX/THREAD TEXT | ID used to tie together e-mail threads. | 01 C72AC4C |
| TIME ZONE | Single time zone applied to processing of all documents and files. | PST, CST, EST, etc. |
| FILE NAME | The file name of a native document. | Document Name.xls |

| | | |
|------------------------------------|---|-----------------------------|
| FILE AUTHOR | The author of a document from extracted metadata. | jsmith |
| DOC TITLE | The extracted title of the document. | Table of Contents |
| DOC TYPE | Native file application. | Microsoft Excel, Word, etc. |
| FILE EXTENSION | The file extension of a document. | XLS |
| FILE CREATE DATE | The date the document was created. | MM/DD/YYYY |
| FILE CREATE TIME | The time the document was created. | HH:MM |
| FILE LAST MODIFICATION DATE | The date the document was last modified. | MM/DD/YYYY |
| FILE LAST ACCESS DATE | The date the document was last accessed. | MM/DD/YYYY |
| FILE LAST SAVED BY | The last individual to save the file. | jsmith |
| FILE LAST EDITED BY | The name of the last person to edit the document from extracted metadata. | jsmith |
| DATE APPOINTMENT START | Date of calendar appointment entry. | MM/DD/YYYY |
| TIME APPOINTMENT START | Start time of calendar appointment entry. | HH:MM |
| DATE APPOINTMENT END | End date of calendar appointment entry. | MM/DD/YYYY |
| TIME APPOINTMENT END | End time of calendar appointment entry. | HH:MM |
| FILESIZE | The file size of a document (including embedded attachments). | Numeric |

| | | |
|---------------------------------|---|---|
| FILE PATH/ ORIGINAL PATH | Location of the original document/ location in the ordinary course of business. This field should be populated for email and e-files. | Joe Smith/E-mail/Inbox Joe Smith/E-mail/Deleted items |
| MD5HASH | The MD5 Hash value or de-duplication key assigned to a document. | |
| NATIVELINK | The full path to a native copy of a document. | D:\NATIVES\ABC000001.xls |
| FULLTEXT | The path to the full extracted text of the document. There should be a folder on the deliverable, containing | DATEXT\ABC000001.txt |

Dated: February 8, 2021

GRANT & EISENHOFER P.A.

By: /s/ Daniel L. Berger

Daniel L. Berger
Caitlin M. Moyna
485 Lexington Ave. 29th Fl.
New York, New York 10017
Tel: (646) 722-8501
dberger@gelaw.com

Laina M. Herbert (*Admitted PHV*)
123 Justison Street
Wilmington, DE 19801
Tel: (302) 622-7000
lherbert@gelaw.com
*Attorneys for Plaintiffs Barbara Deluca and
Drew R. Naylor, and the Putative Class*

DILWORTH PAXSON LLP

Catherine Pratsinakis (*Admitted PHV*)
Jessica L. Titler-Lingle (*Admitted PHV*)
1500 Market Street, Suite 3500E
Philadelphia, PA 19102
Tel: (215) 575-7013
cpratsinakis@dilwothlaw.com
*Attorneys for Plaintiffs Barbara Deluca and
Drew R. Naylor, and the Putative Class*

ROSENFELD & KAPLAN, LLP

By: /s/ Steven M. Kaplan

Tab K. Rosenfeld (TR 9212)
Steven M. Kaplan
Nicole E. Meyer (NM 2302)
1180 Avenue of the Americas ,
Suite 1920
New York, New York 10036
Tel: (212) 682-1400
tab@rosenfelldlaw.com
*Attorneys for Defendants GPB Automotive
Portfolio, LP, GPB Holdings II, LP, and GPB
Capital Holdings, LLC*

KOBRE & KIM LLP

By: /s/ Leif T. Simonson

Leif T. Simonson
800 Third Avenue
New York, New York 10022
Telephone: (212) 488-1248
leif.simonson@kobrekim.com
Attorneys for Defendant David Gentile

GALBRAITH LAW FIRM

By: /s/ Kevin Galbraith

Kevin Galbraith

236 W 30th St.

New York, NY 10001

Telephone: (212) 203-1249

kevin@galbraithlawfirm.com

Attorneys for Defendant Jeffrey Lash

IT IS SO ORDERED this _____ day of 2021:

/s/ Lewis A. Kaplan /BT

February 9, 2021

HON. LEWIS A. KAPLAN, U.S.D.J.